

**SCHEDULE VIII(e)
PROGRAMMING COST BY TIER**

REDACTED -
FOR PUBLIC INSPECTION

**Programming Cost by Tier (\$M)
2000, 2001**

	Total Year <u>2000</u>	Total Year <u>2001</u>
<u>Packages</u>		
Total Choice Platnium		
Total Choice Silver - HBO/Starz!/SHO	REDACTED - FOR PUBLIC INSPECTION	
Total Choice Silver - HBO/Starz! I		
Total Choice Silver - HBO/Starz! II		
Total Choice Silver - Starz!/SHO		
Total Choice Silver - HBO/SHO		
Total Choice Silver - HBO		
Total Choice Silver - Starz!		
Total Choice Silver - SHO		
Total Choice Gold/Silver Starz!		
Total Choice Gold		
Total Choice Plus Encore		
Total Choice		
Select Choice		
License Fee Waivers		
TOTAL		

**Programming Cost by Tier (\$M)
2002 Plan & 2003 Forecast**

	Total Year <u>2002</u>	Total Year <u>2003</u>
<u>Base Services</u>		
Select Choice		
Total Choice	REDACTED - FOR PUBLIC INSPECTION	
Total Choice Plus		
Total Choice Locals		
Total Choice Plus w/ Locals		
Hawaii Choice		
Hawaii Choice Plus		
Plus DIRECTV		
DIRECTV Limited		
Minimum Service		
Past Due		
Total Base Services		
<u>Premium Services</u>		
Total Premiums		
<u>Ala Carte Services</u>		
Total Ala Carte Services		
License Fee Waivers		
Total All Services		

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Schedule VIII(f)(i)

Media Spending

SCHEDULE VIII(f)(i)
MEDIA SPENDING

DIRECTV
1998 thru 2001 MEDIA SPENDING

	<u>1998</u> <u>NATIONAL</u> <u>SPENDING</u>	<u>1999 NATIONAL</u> <u>SPENDING</u>	<u>2000</u> <u>NATIONAL</u> <u>SPENDING</u>	<u>2001</u> <u>NATIONAL</u> <u>SPENDING</u>
NATIONAL TELEVISION				
NATIONAL NPPR/MAGAZINES				
NATIONAL SPENDING SUB-TOTAL:				
	<u>1998 LOCAL</u> <u>SPENDING</u>	<u>1999 LOCAL</u> <u>SPENDING</u>	<u>2000 LOCAL</u> <u>SPENDING</u>	<u>2001 LOCAL</u> <u>SPENDING</u>
<u>SPENDING BY MARKET</u>				
ATLANTA				
AUSTIN				
BALTIMORE				
BIRMINGHAM				
BOSTON				
CHARLOTTE				
CHICAGO				
CINCINNATI				
CLEVELAND				
COLUMBUS				
DALLAS/FT. WORTH				
DENVER				
DETROIT				
GREENSBORO				
GREENVILLE-SPART-ASHEVILLE-AND				
HOUSTON				
INDIANAPOLIS				
KANSAS CITY				
LOS ANGELES				
MEMPHIS				
MIAMI/FT. LAUDERDALE				
MILWAUKEE				
MINNEAPOLIS-ST. PAUL				
NASHVILLE				
NEW YORK				
ORLANDO-DAYTONA BCH-MELBRN				
PALMS SPRINGS				
PHILADELPHIA				
PITTSBURGH				
PHOENIX				
PORTLAND				
RALEIGH-DURHAM				
SACRAMENTO-STKTON-MODESTO				
SALT LAKE CITY				
SAN ANTONIO				
SAN DIEGO				
SAN FRANCISCO/S. JOSE				
SEATTLE-TACOMA				
ST. LOUIS				
TAMPA/ST. PETERSBURGH				
WASHINGTON DC				
WEST PALM BEACH				
DES MOINES				
HARTFORD				
GRAND RAPIDS				
GREEN BAY				
NORFOLK				
NEW ORLEANS				
BUFFALO				
JACKSON				
JACKSONVILLE				
OKLAHOMA CITY				
OMAHA				
LITTLE ROCK				
LOUISVILLE				
PROVIDENCE				
ALBUQUERQUE				
LAS VEGAS				
WILMINGTON				
LOCAL SPENDING SUB-TOTAL:				
GRAND TOTAL:				

Schedule VIII(f)(ii)

Media Spending Forecasts

SCHEDULE VIII(f)(ii)
MEDIA SPENDING FORECAST

Schedule VIII(f)(ii) showing DIRECTV's expected media costs for 2002 and 2003 is provided to the DOJ under separate cover.

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Schedule IX.A.1

Download Speeds

SCHEDULE IX.A.1

Download Speeds

Set forth below are peak, average and worst case download speeds for each of HNS’s DirecPC and DIRECWAY consumer service for the years 1998 through 2001 and projected for 2002 and 2003. Speeds are expressed in kilobits per second.

DirecPC

<u>Year</u>	<u>Peak</u>	<u>Average</u>	<u>Worst</u>
1998	[Redacted – for Public Inspection]		
1999			
2000			
2001			
2002 (projected)			
2003 (projected)			

DIRECWAY

<u>Year</u>	<u>Peak</u>	<u>Average</u>	<u>Worst</u>
1998	[Redacted – for Public Inspection]		
1999			
2000			
2001			
2002 (projected)			
2003 (projected)			

[Redacted – for Public Inspection]

Schedule IX.A.2

Upload Speeds

SCHEDULE IX.A.2

Upload Speeds

Set forth below are peak, average and worst case upload speeds for each of HNS’s DirecPC and DIRECWAY consumer service for the years 1998 through 2001 and projected for 2002 and 2003. Speeds are expressed in kilobits per second.

DirecPC & DIRECWAY (Dial-Return)

<u>Year</u>	<u>Peak</u>	<u>Average</u>	<u>Worst</u>
1998	[Redacted – for Public Inspection]		
1999			
2000			
2001			
2002 (projected)			
2003 (projected)			

DIRECWAY (Satellite-Return)

<u>Year</u>	<u>Peak</u>	<u>Average</u>	<u>Worst</u>
1998	[Redacted – for Public Inspection]		
1999			
2000			
2001			
2002 (projected)			
2003 (projected)			

[Redacted – for Public Inspection]

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Schedule IX.A.7

Satellite Descriptions

SCHEDULE IX.A.7

Satellite Descriptions

The following table describes the name, owner, orbital position, and geographic coverage of Ku-band satellites on which HNS leases transponder capacity in order to provide DirecPC and DIRECWAY service to consumers. *[Redacted]*

<i>Satellite</i>	<i>Owner</i>	<i>Orbital Position</i>	<i>Geographic Coverage</i>
<i>[Redacted – for Public Inspection]</i>			

[Redacted – for Public Inspection]

The first SPACEWAY spacecraft is currently planned to be launched in 2003, and to offer commercial service in 2004.

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Schedule IX.B.3

Number of Consumer Subscribers Supportable by Satellite

SCHEDULE IX.B.3

Number of Consumer Subscribers Supportable by Satellite

The table below sets forth the number of transponders leased by HNS for use in providing DirecPC and DIRECWAY service, the approximate number of consumer subscribers currently supported by each satellite, and the estimated number of consumer subscribers supportable under current quality of service levels offered to consumers. [Redacted]

Satellite	Number Of Transponders Leased by HNS	Current Subscribers	Estimated Number of Subscribers Supportable
[Redacted – for Public Inspection]			

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**SCHEDULE XIII.A.
COMPETITORS BY DMA**

PUBLIC

List of Competitors in all US DMAs

Because they each provide programming to all of the DMAs covered by this list, the following entities are not listed separately in any individual DMA but should be considered as competitors in all DMAs: (1) over-the-air providers, including but not limited to the local affiliates for ABC, CBS, FOX, NBC, PBS, UPN and WB; and independent broadcast stations; (2) DBS providers DISH Network, DIRECTV and Dominion, and (3) C-Band providers, such as HBO Direct, SuperStar, Netlink, Turner Vision, BigDish, NHE Programming, American Satellite Technology, Satellite 2000, Skyvision, Orbit Communications, Lone Star Satellite Communications and Satellite Programming Service.

DMA	Major MSO	Other Competitors
Abilene-Sweetwater, TX	Charter Communications Cox Cbl Communications Inc	Brownwood TV Cable Svc Inc Cable Management Inc Classic Cable Inc Nucentrix Broadband Network Pope Cable Systems Rapid Comm Partners Ltd
Albany, GA	AT&T Broadband Charter Communications Comcast Cable Communication Mediacom LLC	Blakely Cable TV Inc Mallard Cablevision Southern Cablevision Wainwright Cable Wireless Broadcasting Sys Worldcom Wireless Solutions
Albany-Schenectady-Troy, NY	Adelphia Communications Charter Communications Time Warner Inc	Berkshire Cable Falls Earth Station Hamilton County Cable TV Milestone Media Management Star Video
Albuquerque-Santa FE, NM	AT&T Broadband Cableone Inc Cablevision Communications Charter Communications Comcast Cable Communication US Cable Corporation (partially owned b	Citizens Utility City TV Cable Classic Cable Inc Com Link Eagle Communications Inc GST Telecom Indevideo Company Inc Jim Cloud Lodgenet Entertainment Corporation Microwave Distribution Inc Mountain Cable TV TV West USA Media Group
Alexandria, LA	Charter Communications Cox Cbl Communications Inc	Classic Cable Inc James Communications Worldcom Wireless Solutions
Alpena, MI	Charter Communications	
Amarillo, TX	Cableone Inc Charter Communications Comcast Cable Communication Cox Cbl Communications Inc	Cablevision of Texas Classic Cable Inc Clearsource Elkhart TV Cable Company Riley Brothers TV West
Anchorage, AK		Alaskan Choice TV American Telecasting Eyecom Inc General Communications Inc Lodgenet Entertainment Corporation The Private Cable Company
Atlanta, GA	Adelphia Communications AT&T Broadband Charter Communications Comcast Cable Communication Cox Cbl Communications Inc Insight Comm Co LP	Advanced Telemedia Inc American Entertainment Net Bell South Entertainment Cable South Inc Cablenet Communications Flint Cable TV Galaxy Cablevision Global Interactive Comm Good Sense Premier Homes James Communications Knology Holdings Inc

Schedule XIII.A

Competitors by DMA

**SCHEDULE XIII.A.
COMPETITORS BY DMA**

PUBLIC

DMA	Major MSO	Other Competitors
		Mallard Cablevision Mediaworks Northland Comm Corp One Point Communications Open Access Broadband Optel Cable Inc Standard Telephone/Cbl Div Telepro Communications World Cinema Inc
Augusta, GA	Charter Communications Comcast Cable Communication	Carnesville Gunlog Cable TV Galaxy Cablevision James Communications Knology Holdings Inc Mallard Cablevision Northland Comm Corp Sun Country Cable
Austin, TX	Charter Communications Cox Cbl Communications Inc Time Warner Inc	American Entertainment Net Bluebonnet Electrc Coop Inc Cableview Classic Cable Inc Digital Union Etan Industries Grande Communications Northland Comm Corp Nucentrix Broadband Network Regional Cable TV/USA Southwestern Bell Home Ent US Online Cable Williamson County Cblvsn WINFirst WS Net
Bakersfield, CA	Adelphia Communications Cox Cbl Communications Inc Mediacom LLC Time Warner Inc	Fincom Corporation Popvision Wireless Suntel Cable Communications
Baltimore, MD	Adelphia Communications AT&T Broadband Charter Communications Comcast Cable Communication	Armstrong Utilities Inc Clearview CATV Inc Millennium Digital Media Optel Cable Inc Popvision Wireless World Cinema Inc
Bangor, ME	Adelphia Communications	Bee Line Cable TV Houlton Cable TV Moosehead Enterprises Pine State Mgmt Company Inc
Baton Rouge, LA	Charter Communications Cox Cbl Communications Inc	Allen's TV Cable Svc Inc Bailey Cable TV Inc Cable South Inc Greene Inc Telapex Inc
Beaumont-Port Arthur, TX	Time Warner Inc	Classic Cable Inc James Communications Timberlake Cablevision Tri-Cities Cable
Bend, OR		American Telecasting Bend Cable Comm Inc Crestview Cable
Billings, MT	AT&T Broadband	Balock Group Cable & Communications Corp Cable USA Dunn Center Cable TV Hilliard Group Mallard Cablevision Novakovich Group Southwest Montana Corp Townsend Cable Systems

**SCHEDULE XIII.A.
COMPETITORS BY DMA**

PUBLIC

DMA	Major MSO	Other Competitors
		Worden Cable TV
Biloxi-Gulfport, MS	Cableone Inc Mediacom LLC	Cable South Inc Good Sense Premier Homes Mediaworks Worldcom Wireless Solutions
Binghamton, NY	Adelphia Communications Time Warner Inc	Adams Cable TV Inc Cab-Tel Corporation DTC Cable Inc. Haefele TV Inc Hancock Video Inc Milestone Media Management Telecommunications Cbl Sys
Birmingham (Anniston and Tuscaloosa), AL	Adelphia Communications AT&T Broadband Cableone Inc Charter Communications Comcast Cable Communication Mediacom LLC Time Warner Inc	Bay Cable Inc Bell South Entertainment Cable South Inc Collage Cable Competitive Communications Inc Coosa Cable Company Galaxy Cablevision Global Interactive Comm Good Sense Premier Homes James Communications Lincoln Cable Mediaworks Northland Comm Corp Sky Cablevision Ltd Suntel Cable Communications West Alabama TV Cbl Co Inc Worldcom Wireless Solutions
Bluefield-Beckley-Oak Hill, WV	Adelphia Communications Charter Communications Comcast Cable Communication	Bradley Inc Clearview CATV Inc Cooney Cable Associates Econoco Inc Nesbe Cbl Satellite Comm Tele-Media Corporation Thompson Cablevision Co Inc
Boise, ID	Adelphia Communications Cableone Inc Charter Communications	Blue Mountain TV Cable Co Cableview Midvale Telephone Exchange WS Net
Boston, MA-Manchester, NH	Adelphia Communications AT&T Broadband Charter Communications Time Warner Inc	C-Tec Cable Systems/RCN Gateway Cablevision Corp General Communications Inc MetroCast Cablevision Pine State Mgmt Company Inc Southern Vermont Cable Co Verducci Ent Inc WS Net
Bowling Green, KY	Adelphia Communications Charter Communications Comcast Cable Communication Insight Comm Co LP Mediacom LLC	
Buffalo, NY	Adelphia Communications AT&T Broadband Charter Communications Time Warner Inc	El-Mar Communications Falls Earth Station Gans Multimedia Partnership Inter Tech Corporation Keystone-Wilcox CATV Inc Pencor Services Inc Rural TV Cable
Burlington, VT-Plattsburgh, NY	Adelphia Communications AT&T Broadband Charter Communications Time Warner Inc	D W S Construction Co Inc GO Enterprises Mallard Cablevision

**SCHEDULE XIII.A.
COMPETITORS BY DMA**

PUBLIC

DMA	Major MSO	Other Competitors
Butte-Bozeman, MT	AT&T Broadband	Balock Group Mallard Cablevision Northwest Comm Inc Western Cable
Casper-Riverton, WY	AT&T Broadband	James Communications Mallard Cablevision Tongue River Cable TV Townsend Cable Systems Winhill Corporation
Cedar Rapids-Waterloo-Iowa City & Dubuque, IA	Charter Communications Mediacom LLC	Alpine Communications Complete Communication Serv Dairyland Cablesystems Inc Dumont Cablevision Farmers Mutual Telephone Co McLeod USA Newpath Communications Oak Cable Systems South Slope Communications Starwest Cable Telnet Communications Vision Electronics
Champaign-Springfield-Decatur, IL	AT&T Broadband Charter Communications Insight Comm Co LP Mediacom LLC	Cable Illinois Inc Cass Cable TV Inc Danville Radio & Television DMS Cable Systems, INC Galaxy American Communications Galaxy Cablevision Heartland Cable Inc Nucentrix Broadband Network Park TV And Electronics Inc Rifkin Acquisition Partners
Charleston, SC	Adelphia Communications Comcast Cable Communication Time Warner Inc US Cable Corporation (partially owned b	Bay Cable Inc Knology Holdings Inc Lodgenet Entertainment Corporation Mallard Cablevision
Charleston-Huntington, WV	Adelphia Communications Charter Communications Time Warner Inc	Armstrong Utilities Inc Big Sandy TV Cable Bowens Cablevision Bradley Inc Castle Cable Colane Cable Inc Community Antenna Sys Inc Cooney Cable Associates Econoco Inc Green - Tree Cable TV Inc Intermountain Cable Inc KY/WV Cable Inc Nesbe Cbl Satellite Comm Rick Howard TV Cable Sitka Cable Systems Tele-Media Corporation Thompson Cablevision Co Inc
Charlotte, NC	Adelphia Communications Charter Communications Mediacom LLC Time Warner Inc	Blackburn Cable Group Carolina Broadband Catawba Services Inc Compass Communications Pine State Mgmt Company Inc Pless' Cable Systems
Charlottesville, VA	Adelphia Communications	CFW Communications Nelson County Cblvsn Corp NTC Cable Services
Chattanooga, TN	Charter Communications Comcast Cable Communication	Bledsoe Tiphne Coop-CATV DV Carolina Country Cable CND Acquisition Co Llc
Cheyenne, WY-Scottsbluff, NE	AT&T Broadband	B&C Cablevision